

EXHIBIT E2

Part 2

12/09/08 Continue draft and revise settlement and release agreements and other documentation and e-mails with F. Telegadas regarding same and correspondence with S. Melnick regarding same (.8); review and analyze pending litigation and related issues regarding suggestions in bankruptcy and other related documents and issues (.9); telephone conferences and e-mails with contractors regarding issues and e-mail to J. Kumar regarding same (.5)
Daniel F. Blanks 2.20 hours at 350.00 per hour. \$770.00

12/09/08 Creditors Committee Litigation: review documents to determine responsiveness to first request to debtors for production of documents
Warren E. Greth Jr. 1.20 hours at 255.00 per hour. \$306.00

12/09/08 Creditors Committee Litigation: review e-mails and protocol for document review (1.0); e-mails to and from R. Covington (.2); review documents (1.3)
Patrick L. Gregory 2.50 hours at 245.00 per hour. \$612.50

12/09/08 Creditors' Committee Litigation: review documents in order to respond to First Request to Debtors for Production of Documents
Darrel C. Menthe 7.50 hours at 415.00 per hour. \$3,112.50

12/09/08 Review documents for documents responsive to Creditors Committee First Request to Debtors for Production of Documents
Tracy Evans Moyer 4.40 hours at 415.00 per hour. \$1,826.00

12/09/08 Creditors Committee Litigation: communicate with A. McCray regarding custodian interviews, document collection, and strategy related thereto (1.3); Communicate with review team regarding document review and strategy related thereto (.7); conduct custodian interviews at Circuit City in preparation for production of documents (3.8); review documents in database in preparation for document production in response to request for production (1.1); conduct quality control review of documents in preparation for document production in response to request for production (.7); communicate with F. Telegadas regarding custodian interviews and confidentiality agreement (.6); prepare objections in response to request for production (1.1)
Michelle M. Christian 9.30 hours at 285.00 per hour. \$2,650.50

12/09/08	Creditors Committee Litigation: review documents to determine responsiveness to First Request to Debtors for Production of Documents Suzanne S. Long 1.30 hours at 305.00 per hour.	\$396.50
12/09/08	Creditors Committee Litigation: review documents Lisa M. Sharp 8.20 hours at 255.00 per hour.	\$2,091.00
12/09/08	Creditors Committee Litigation: review and identify documents for responsiveness to discovery requests and for privilege. Eric B. Martin 6.10 hours at 310.00 per hour.	\$1,891.00
12/09/08	Assist with document collection and review Gloria K. Dagrosa 2.50 hours at 200.00 per hour.	\$500.00
12/09/08	Creditors Committee Litigation: assist with document collection Margaret E. Dylak .20 hours at 145.00 per hour.	\$29.00
12/09/08	Assist with document collection Paul J. Allen 3.60 hours at 130.00 per hour.	\$468.00
12/09/08	Assist with document production project Paul J. Allen 2.00 hours at 130.00 per hour.	\$260.00
12/09/08	Assist with collection project Kathryn C. Morrison 3.00 hours at 75.00 per hour.	\$225.00
12/10/08	Numerous telephone conferences and e-mails with debtors professionals, committee counsel and client regarding preparation for litigation on DIP and begin review of documents regarding same and Board materials (3.9); telephone conference with FTI regarding same (.9); e-mails with Rothchild regarding same (.4); review confidentiality agreement and comments to same (.7); telephone conference and e-mails with lenders counsel regarding document production protocol (.4) Douglas M. Foley 6.30 hours at 525.00 per hour.	\$3,307.50
12/10/08	Telephone calls and e-mails regarding document collection and review status Anne Bentley McCray 1.90 hours at 425.00 per hour.	\$807.50
12/10/08	Telephone call with counsel for TTE regarding CPSC incident report Martha J. Swicegood .10 hours at 335.00 per hour.	\$33.50

12/10/08 Analyze issues regarding committee objection to
DIP and multiple calls and e-mails regarding
document review questions
Sarah B. Boehm 2.90 hours at 400.00 per hour. \$1,160.00

12/10/08 Review release and settlement and e-mails with
F. Telegadas and claimant regarding same (.7);
e-mails with Boes regarding litigation claims
and related issues (.8); e-mails with counsel
regarding McCall litigation and analyze
strategies regarding same (1.2)
Daniel F. Blanks 2.70 hours at 350.00 per hour. \$945.00

12/10/08 Creditors Committee Litigation: review
documents to determine responsiveness to first
request to debtors for production of documents
Warren E. Greth Jr. 5.90 hours at 255.00 per hour. \$1,504.50

12/10/08 Creditors Committee Litigation: review and
classify documents
Patrick L. Gregory 3.60 hours at 245.00 per hour. \$882.00

12/10/08 Creditors' Committee Litigation: review
documents in order to respond to First Request
to Debtors for Production of Documents.
Darrel C. Menthe 7.30 hours at 415.00 per hour. \$3,029.50

12/10/08 Creditors Committee Litigation: communicate
with A. McCray regarding custodian interviews,
document collection, and strategy related
thereto (1.7); Communicate with review team
regarding document review and strategy related
thereto (.8); review documents in database in
preparation for document production in response
to request for production (4.3); conduct
quality control review of documents in
preparation for document production in response
to request for production (1.7); communicate
with F. Telegadas regarding custodian
interviews and strategy related thereto (.8);
prepare objections in response to request for
production (1.1); prepare objections to the
credit committees request for the production of
documents (1.6); communicate with D. Foley
regarding production and strategy related
thereto (.6)
Michelle M. Christian 12.60 hours at 285.00 per hour. \$3,591.00

12/10/08	Creditors Committee Litigation: review documents to determine responsiveness to First Request to Debtors for Production of Documents Suzanne S. Long 3.60 hours at 305.00 per hour.	\$1,098.00
12/10/08	Creditors Committee Litigation: review documents Lisa M. Sharp 2.70 hours at 255.00 per hour.	\$688.50
12/10/08	Creditors Committee Litigation: review and identify documents for responsiveness and privilege. Eric B. Martin 6.40 hours at 310.00 per hour.	\$1,984.00
12/10/08	Assist with document collection and review Gloria K. Dagrosa 2.50 hours at 200.00 per hour.	\$500.00
12/10/08	Software training and practice Thomas W. Sakats 3.10 hours at 200.00 per hour.	\$620.00
12/10/08	Assist with document production project Paul J. Allen 6.00 hours at 130.00 per hour.	\$780.00
12/10/08	Assist with collection project Kathryn C. Morrison 1.00 hours at 75.00 per hour.	\$75.00
12/11/08	Numerous telephone conferences and e-mails with debtors professionals, committee's professionals, banks professionals, regarding discovery, document production, deposition schedule and "meet and confer" to narrow issues for DIP litigation scheduled for December 22, 2008 (3.9); begin review and analysis of key documents and conduct witness interviews (2.6) Douglas M. Foley 6.50 hours at 525.00 per hour.	\$3,412.50
12/11/08	Manage document review and production project Anne Bentley McCray 1.70 hours at 425.00 per hour.	\$722.50
12/11/08	Document review regarding committee litigation regarding DIP (3.1); analyze issues regarding document production and multiple calls and e-mails with committee regarding same (1.1) Sarah B. Boehm 4.80 hours at 400.00 per hour.	\$1,920.00
12/11/08	E-mails to Boes regarding outstanding litigation and related issues and review material regarding same Daniel F. Blanks .50 hours at 350.00 per hour.	\$175.00

12/11/08	Creditors Committee Litigation: review documents to determine responsiveness to first request to debtors for production of documents Warren E. Greth Jr.	8.70 hours at 255.00 per hour.	\$2,218.50
12/11/08	Creditors Committee Litigation: review and classify documents Patrick L. Gregory	6.10 hours at 245.00 per hour.	\$1,494.50
12/11/08	Creditors' Committee Litigation: review documents in order to respond to First Request to Debtors for Production of Documents Darrel C. Menthe	6.30 hours at 415.00 per hour.	\$2,614.50
12/11/08	Creditors Committee Litigation: conduct custodian interview with B. Besanko and document collection related thereto (2.9); Participate in deposition preparation conference call with D. Foley, F. Telegadas, and B. Besanko in preparation for deposition (.7); Communicate with A. McCray regarding custodian interviews, document collection, and strategy related thereto (.3); Communicate with review team regarding document review and strategy related thereto (2.5); review documents in database in preparation for document production in response to request for production (6.4) Michelle M. Christian	12.80 hours at 285.00 per hour.	\$3,648.00
12/11/08	Creditors Committee Litigation: review documents to determine responsiveness to First Request to Debtors for Production of Documents Suzanne S. Long	10.90 hours at 305.00 per hour.	\$3,324.50
12/11/08	Creditors Committee Litigation: review documents Lisa M. Sharp	7.30 hours at 255.00 per hour.	\$1,861.50
12/11/08	Creditors Committee Litigation: review and identify documents for responsiveness and for privilege. Eric B. Martin	8.20 hours at 310.00 per hour.	\$2,542.00
12/11/08	Assist with document collection Gloria K. Dagrosa	.80 hours at 200.00 per hour.	\$160.00
12/11/08	Assign batches for review Thomas W. Sakats	4.60 hours at 200.00 per hour.	\$920.00

12/11/08	E-mails to and from A. McCray and M. Christian regarding review (.2); meet with two contract attorneys and M. Christian regarding review (.3); obtain login's and passwords for reviewers (.2) Linda T. Jordan .70 hours at 200.00 per hour.	\$140.00
12/11/08	Assist with document production project Paul J. Allen 6.30 hours at 130.00 per hour.	\$819.00
12/11/08	Assist with document collection Kathryn C. Morrison 1.50 hours at 75.00 per hour.	\$112.50
12/11/08	Document review support at the request of M. Christian Cuong Luong 1.20 hours at 75.00 per hour.	\$90.00
12/12/08	Participate in witness interviews for DIP litigation with Committee (1.6); review and analyze documents for production and potential exhibits for trial (1.8); several e-mails with committee counsel and witnesses regarding logistics and preparation for discovery (.9) Douglas M. Foley 4.30 hours at 525.00 per hour.	\$2,257.50
12/12/08	Document review management and telephone calls and e-mails regarding production (3.9); conference call with D. Foley, E. Meehan and FTI regarding status and history of involvement with Circuit City (1.4) Anne Bentley McCray 5.30 hours at 425.00 per hour.	\$2,252.50
12/12/08	Review correspondence from TTE's counsel regarding CPSC report (.2); telephone call with L. Henry regarding CPSIA requirements for advertising (.2) Martha J. Swicegood .40 hours at 335.00 per hour.	\$134.00
12/12/08	Document review for committee production regarding DIP (2.6); analyze committee objection to DIP (.3); analyze issues and multiple calls and e-mails regarding committee litigation regarding DIP (1.8) Sarah B. Boehm 4.70 hours at 400.00 per hour.	\$1,880.00
12/12/08	Creditors Committee Litigation: review documents to determine responsiveness to first request to debtors for production of documents Warren E. Greth Jr. .20 hours at 255.00 per hour.	\$51.00

12/12/08 Creditors Committee Litigation: communicate with A. McCray regarding custodian interviews, document collection, and strategy related thereto (.8); communicate with review team regarding document review and strategy related thereto (1.2); review documents in database in preparation for document production in response to request for production (5.3)
Michelle M. Christian 7.30 hours at 285.00 per hour. \$2,080.50

12/12/08 Creditors Committee Litigation: review documents to determine responsiveness to First Request to Debtors for Production of Documents
Suzanne S. Long 3.40 hours at 305.00 per hour. \$1,037.00

12/12/08 Creditors Committee Litigation: review documents
Lisa M. Sharp 2.50 hours at 255.00 per hour. \$637.50

12/12/08 Creditors Committee Litigation: review and identify documents for responsiveness and for privilege.
Eric B. Martin 6.60 hours at 310.00 per hour. \$2,046.00

12/12/08 Assist with document collection
Gloria K. Dagrosa .80 hours at 200.00 per hour. \$160.00

12/12/08 Assign batches and create tracking spreadsheets
Thomas W. Sakats 5.10 hours at 200.00 per hour. \$1,020.00

12/12/08 Creditors Committee Litigation: assist with document collection and review
Margaret E. Dylak .30 hours at 145.00 per hour. \$43.50

12/12/08 Assist with document production project
Paul J. Allen 5.10 hours at 130.00 per hour. \$663.00

12/13/08 Prepare for depositions relating to DIP litigation and review documents relating to Board presentations (1.3); review draft of Committee objection to DIP facility and analyze issues and responses to same (.8); e-mails with committee counsel and Agent counsel regarding protocol and logistics for scheduling DIP litigation discovery and document production and depositions (.6); telephone conference and e-mails with client and debtors professionals

and agent counsel regarding draft committee
objection, deposition preparation and
presentation of evidence for hearing on 12/22
(.4)

Douglas M. Foley 3.10 hours at 525.00 per hour. \$1,627.50

12/13/08 Creditors Committee Litigation: review
documents to determine responsiveness to First
Request to Debtors for Production of Documents
Suzanne S. Long 4.00 hours at 305.00 per hour. \$1,220.00

12/14/08 Prepare witness notes and prepare for witness
interviews and preparation for DIP litigation
(2.3); review documents for production
including board materials (1.9)
Douglas M. Foley 4.20 hours at 525.00 per hour. \$2,205.00

12/14/08 Work extensively with vendor regarding
production issues (3.3); prepare board
materials for additional review (.9)
Anne Bentley McCray 4.20 hours at 425.00 per hour. \$1,785.00

12/14/08 Multiple calls and e-mails regarding committee
litigation (.7); document review regarding
committee DIP litigation (2.4)
Sarah B. Boehm 3.10 hours at 400.00 per hour. \$1,240.00

12/14/08 Prepare objections to Creditors Committee First
Request for Production of Documents per request
of D. Foley and A. McCray
Michelle M. Christian 3.80 hours at 285.00 per hour. \$1,083.00

12/14/08 Creditors Committee Litigation: review
documents to determine responsiveness to First
Request to Debtors for Production of Documents
Suzanne S. Long 1.80 hours at 305.00 per hour. \$549.00

12/14/08 Creditors Committee Litigation: review
documents
Lisa M. Sharp 1.20 hours at 255.00 per hour. \$306.00

12/14/08 Prepare training materials for electronic
document review (1.3); prepare documents for
attorney review (.8); review electronic
document in database (.5)
Gloria K. Dagrosa 2.60 hours at 200.00 per hour. \$520.00

12/14/08 Creditors Committee Litigation: e-mails to
vendors regarding review (.5); e-mail to R.
Covington regarding login's and passwords (.1)
Linda T. Jordan .60 hours at 200.00 per hour. \$120.00

12/14/08	Prepare training materials for electronic review Kathryn C. Morrison	1.00 hours at 75.00 per hour.	\$75.00
12/14/08	Search documents in electronic database Kathryn C. Morrison	1.50 hours at 75.00 per hour.	\$112.50
12/14/08	Prepare documents for D. Foley review Kathryn C. Morrison	.00 hours at .00 per hour.	\$.00
12/15/08	Participate in witness interviews and deposition preparation for DIP litigation with Committee (7.9); review and analyze documents for production and potential exhibits for trial and scope of review (1.7); several e-mails with committee counsel and telephone conferences with witnesses regarding logistics, scheduling and document production (1.3); telephone conference with bank professionals regarding document production and scheduling of depositions (.4); review and analyze non-committee DIP objections and resolutions (.9) Douglas M. Foley	12.20 hours at 525.00 per hour.	\$6,405.00
12/15/08	Meet with D. Foley regarding document issues (.2); review objection (.5); telephone calls and e-mails regarding document production (.9); meeting regarding database (.5); manage document review (1.1) Anne Bentley McCray	3.20 hours at 425.00 per hour.	\$1,360.00
12/15/08	Prepare for depositions regarding DIP, including document review, training reviewers, witness preparation and multiple calls and e-mails Sarah B. Boehm	10.10 hours at 400.00 per hour.	\$4,040.00
12/15/08	Creditors Committee Litigation: document review training and document review assigned batch Lisa M. Williams	2.00 hours at 305.00 per hour.	\$610.00
12/15/08	E-mails with Boes regarding claims asserted against company and related issues Daniel F. Blanks	.20 hours at 350.00 per hour.	\$70.00
12/15/08	Creditors Committee Litigation: review documents to determine responsiveness to first request to debtors for production of documents Warren E. Greth Jr.	.30 hours at 255.00 per hour.	\$76.50

12/15/08 Creditors' Committee Litigation: review
additional case materials (.4); review
documents in order to respond to First Request
to Debtors for Production of Documents (3.1)
Darrel C. Menthe 3.50 hours at 415.00 per hour. \$1,452.50

12/15/08 Creditors Committee Litigation: communicate
with A. McCray regarding custodian interviews,
document collection, and strategy related
thereto (.6); communicate with review team
regarding document review and strategy related
thereto (1.5); review documents in database in
preparation for document production in response
to request for production (5.0); conduct
quality control review in preparation for
document production in response to request for
production (4.1); communicate with D. Foley and
E. Meehan regarding strategy related to Besanko
and Marcum depositions (.8); conduct reverse
review document review in preparation for
Marcum deposition; communicate with S. Boehm
regarding Board of Directors documents and
strategy related thereto (.6)
Michelle M. Christian 12.60 hours at 285.00 per hour. \$3,591.00

12/15/08 Creditors Committee Litigation: review
documents to determine responsiveness to First
Request to Debtors for Production of Documents
Suzanne S. Long .50 hours at 305.00 per hour. \$152.50

12/15/08 Creditors Committee Litigation attend document
review training (1.7); review documents (5.7)
Lisa M. Sharp 7.40 hours at 255.00 per hour. \$1,887.00

12/15/08 Creditors Committee Litigation: attend
document review training session
Eric B. Martin 2.00 hours at 310.00 per hour. \$620.00

12/15/08 Prepare for and attend training regarding
electronic document review (4.5); assist with
electronic review and production (2.5)
Gloria K. Dagrosa 7.00 hours at 200.00 per hour. \$1,400.00

12/15/08 Attend, review training meeting and assign
batches
Thomas W. Sakats 8.80 hours at 200.00 per hour. \$1,760.00

12/15/08 Creditors Committee Litigation: prepare
contract attorneys to begin electronic review
Linda T. Jordan 1.30 hours at 200.00 per hour. \$260.00

12/15/08	Creditors Committee Litigation: assist with document collection and review Margaret E. Dylak .10 hours at 145.00 per hour.	\$14.50
12/15/08	Assist with document production project Paul J. Allen 1.30 hours at 130.00 per hour.	\$169.00
12/15/08	Attend electronic review training (1.5); assist with collection project (4.0) Kathryn C. Morrison 5.50 hours at 75.00 per hour.	\$412.50
12/15/08	Assist with setup for online review Cuong Luong .90 hours at 75.00 per hour.	\$67.50
12/15/08	Participate in training regarding document review through LitScope Wanda C. Bailey 1.90 hours at 175.00 per hour.	\$332.50
12/15/08	Create training review notebooks for attorneys Ralph A. Stoewe 2.00 hours at 75.00 per hour.	\$150.00
12/16/08	Review documents and exhibits for depositions and DIP trial with Committee (2.9); prepare and interviewed witnesses for DIP litigation (6.7); e-mails with opposing counsel, bank counsel and witnesses regarding logistics and scheduling for DIP litigation (1.2) Douglas M. Foley 10.80 hours at 525.00 per hour.	\$5,670.00
12/16/08	Work on document review and collection Anne Bentley McCray 7.80 hours at 425.00 per hour.	\$3,315.00
12/16/08	Prepare for depositions regarding DIP, including document review, witness preparation, confidentiality agreement, and multiple calls and e-mails Sarah B. Boehm 8.10 hours at 400.00 per hour.	\$3,240.00
12/16/08	Circuit City document review (3.2); e-mail M. Christian (.1) Patrick L. Gregory 3.30 hours at 245.00 per hour.	\$808.50
12/16/08	Creditors' Committee Litigation: review additional case materials (.2); review documents in order to respond to First Request to Debtors for Production of Documents (1.3) Darrel C. Menthe 1.50 hours at 415.00 per hour.	\$622.50

12/16/08 Creditors Committee Litigation: review of documents for those responsive to Creditor's Committee's First Request for Production of Documents
Tracy Evans Moyer 2.90 hours at 415.00 per hour. \$1,203.50

12/16/08 Creditors Committee Litigation: communicate with A. McCray regarding custodian interviews, document collection, and strategy related thereto (1.8); communicate with review team regarding document review and strategy related thereto (1.2); review documents in database in preparation for document production in response to request for production (6.8); conduct quality control review in preparation for document production in response to request for production (2.5); communicate with D. Foley and E. Meehan regarding strategy related to Besanko and Marcum depositions (.3); conduct reverse review document review and training in preparation for Marcum deposition (.8); communicate with S. Boehm regarding Board of Directors documents and strategy related thereto (.4)
Michelle M. Christian 13.80 hours at 285.00 per hour. \$3,933.00

12/16/08 Creditors Committee Litigation: review documents to determine responsiveness to First Request to Debtors for Production of Documents
Suzanne S. Long 4.30 hours at 305.00 per hour. \$1,311.50

12/16/08 Creditors Committee Litigation: review documents
Lisa M. Sharp 6.90 hours at 255.00 per hour. \$1,759.50

12/16/08 Creditors Committee Litigation: review documents for responsiveness and privilege
Eric B. Martin 2.40 hours at 310.00 per hour. \$744.00

12/16/08 Assist with document collection and electronic review
Gloria K. Dagrosa 2.50 hours at 200.00 per hour. \$500.00

12/16/08 Train with contract attorneys for reverse review (.8); assign batches for review (2.9); prepare and assist with document review for depositions (9.4)
Thomas W. Sakats 13.10 hours at 200.00 per hour. \$2,620.00

12/16/08	Assist with Summation setups for document review Deborah L. Bendall 1.80 hours at 90.00 per hour.	\$162.00
12/16/08	Assist with collection project Kathryn C. Morrison 1.00 hours at 75.00 per hour.	\$75.00
12/16/08	Assist with setup for online review Cuong Luong .60 hours at 75.00 per hour.	\$45.00
12/16/08	Import document records into Summation to prepare for production (1.8); gather information regarding reviewers and instruct C. Luong regarding accounts to be created for access to review database (.5) Wanda C. Bailey 2.30 hours at 175.00 per hour.	\$402.50
12/17/08	E-mails regarding DIP litigation settlement and term and cancellation of depositions and windup of document production Douglas M. Foley .90 hours at 525.00 per hour.	\$472.50
12/17/08	Telephone conferences and e-mails with chambers regarding resolution of DIP litigation with Committee and scheduling hearings in January relating to same (.4); e-mails with client and debtors professionals regarding same (.3) Douglas M. Foley .70 hours at 525.00 per hour.	\$367.50
12/17/08	Analyze issues regarding settlement and multiple calls and e-mails regarding same Sarah B. Boehm .90 hours at 400.00 per hour.	\$360.00
12/17/08	Communicate with A. McCray regarding strategy related to Circuit City custodian interview memoranda (.1); communicate with client regarding strategy related to production returns (.2); Michelle M. Christian .30 hours at 285.00 per hour.	\$85.50
12/18/08	Analyze issues regarding confidentiality order and settlement Sarah B. Boehm .30 hours at 400.00 per hour.	\$120.00
12/18/08	Creditors Committee Litigation: meet with client at Circuit City regarding document collection custodian documents (1.9); communicate with S. Boehm regarding the parameters of the settlement of the creditors committee litigation (.2) Michelle M. Christian 2.10 hours at 285.00 per hour.	\$598.50

12/19/08	Review and analyze Greystone complaint and e-mails and telephone conference with debtors professionals regarding same and begin preparation of Rule 12(b)(6) dismissal motion Douglas M. Foley 1.20 hours at 525.00 per hour.	\$630.00
12/22/08	Review and analyze Greystone matter and response to same Douglas M. Foley .40 hours at 525.00 per hour.	\$210.00
12/23/08	Review and revise EEOC consent decree and e-mails regarding same Sarah B. Boehm .20 hours at 400.00 per hour.	\$80.00
12/24/08	Mad Rhino: review correspondence from plaintiff's attorney Howard Feller .10 hours at 545.00 per hour.	\$54.50
12/26/08	Initiate draft of motion to dismiss Greystone's complaint and review documents and material regarding same and research issues regarding same Daniel F. Blanks 1.10 hours at 350.00 per hour.	\$385.00
12/28/08	Continue research regarding resulting trust regarding Greystone adversary proceeding Daniel F. Blanks .40 hours at 350.00 per hour.	\$140.00
12/30/08	Review and analyze Greystone contract and Assurant contract for Rule 12(b)(6) motion Douglas M. Foley .80 hours at 525.00 per hour.	\$420.00
12/30/08	Analyze pleadings and documents, research and begin draft motion to dismiss Greystone complaint Sarah B. Boehm 2.30 hours at 400.00 per hour.	\$920.00
12/30/08	Research issues regarding resulting and equitable trusts regarding Greystone adversary proceeding Daniel F. Blanks .80 hours at 350.00 per hour.	\$280.00
12/31/08	Review draft of Rule 12(b)(6) motion and review contract documents regarding same Douglas M. Foley .40 hours at 525.00 per hour.	\$210.00
12/31/08	Research, analyze, draft and revise motion to dismiss Greystone complaint and e-mails regarding same Sarah B. Boehm 3.70 hours at 400.00 per hour.	\$1,480.00

<u>Timekeeper</u>	<u>Rate/HR</u>	<u>Hours</u>	<u>Fees</u>
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Howard Feller	\$545.00	0.3	\$163.50
Douglas M. Foley	\$525.00	62.7	\$32,917.50
Anne Bentley McCray	\$425.00	35.6	\$15,130.00
Darrel C. Menthe	\$415.00	29.4	\$12,201.00
Tracy Evans Moyer	\$415.00	10.5	\$4,357.50
Joseph S. Sheerin	\$400.00	0.3	\$120.00
Sarah B. Boehm	\$400.00	43.3	\$17,320.00
Daniel F. Blanks	\$350.00	11.3	\$3,955.00
Martha J. Swicegood	\$335.00	1.3	\$435.50
Eric B. Martin	\$310.00	35.9	\$11,129.00
Lisa M. Williams	\$305.00	2.0	\$610.00
Suzanne S. Long	\$305.00	31.1	\$9,485.50
Michelle M. Christian	\$285.00	102.4	\$29,184.00
Lisa M. Sharp	\$255.00	39.1	\$9,970.50
Warren E. Greth Jr.	\$255.00	17.6	\$4,488.00
Patrick L. Gregory	\$245.00	16.2	\$3,969.00
Gloria K. Dagrosa	\$200.00	28.6	\$5,720.00
Linda T. Jordan	\$200.00	2.6	\$520.00
Thomas W. Sakats	\$200.00	34.7	\$6,940.00
Wanda C. Bailey	\$175.00	4.6	\$805.00
Margaret E. Dylak	\$145.00	8.5	\$1,232.50
Paul J. Allen	\$130.00	25.0	\$3,250.00
Deborah L. Bendall	\$90.00	1.8	\$162.00
Cuong Luong	\$75.00	5.4	\$405.00
Emily S. Conway	\$75.00	11.6	\$870.00
Kathryn C. Morrison	\$75.00	17.7	\$1,327.50
Ralph A. Stoewe	\$75.00	9.0	\$675.00
TOTAL FEES		588.5	\$177,343.00

Re: Vendor Matters

Our File No. 2055557-0170
Circuit City Contact R. Hedgebeth
McGuireWoods Contact D. Hayes

12/04/08 E-mails regarding outstanding vendor objection
issues and Panasonic settlement and UCC
objection to same

Douglas M. Foley .80 hours at 525.00 per hour. \$420.00

<u>Timekeeper</u>	<u>Rate/HR</u>	<u>Hours</u>	<u>Fees</u>
Douglas M. Foley	\$525.00	0.8	\$420.00
TOTAL FEES		0.8	\$420.00

Re: Real Estate

Our File No. 2055557-0180
Circuit City Contact R. Hedgebeth
McGuireWoods Contact D. Hayes

12/01/08 Several telephone conferences and e-mails regarding landlord issues relating to store closing sale procedure motion and objections to same
Douglas M. Foley .40 hours at 525.00 per hour. \$210.00

12/01/08 Draft notice and finalize and file exhibit to proposed order regarding lease bidding procedures and multiple e-mails regarding same (.7); multiple calls from counsel for landlords (.7); analyze issues regarding response to landlord objections (.3)
Sarah B. Boehm 1.70 hours at 400.00 per hour. \$680.00

12/01/08 Telephone calls and e-mails to and from interested parties on lease status
Scott Lawrence Weber .30 hours at 310.00 per hour. \$93.00

12/01/08 E-mails with I. Fredericks regarding omnibus replies to landlords regarding objections and related issues
Daniel F. Blanks 1.20 hours at 350.00 per hour. \$420.00

12/02/08 Telephone conference with R. Hedgebeth regarding real estate issues
Dion W. Hayes .50 hours at 525.00 per hour. \$262.50

12/02/08 Continue review of landlord and subtenant objections, and affirmative motions, for lease matters set for December 5, 2008 (1.2); e-mails and telephone conferences with debtors professionals and client regarding same (.3); review and revise opposition reply memorandum regarding same (.4)
Douglas M. Foley 1.90 hours at 525.00 per hour. \$997.50

12/02/08 Correspondence to and from client on lease status
Scott Lawrence Weber .20 hours at 310.00 per hour. \$62.00

12/03/08 Several telephone conferences and e-mails with landlord counsel regarding real estate issues (1.6); continue review of objections by landlords for December 5, 2008 hearing (1.4); review, draft, revise, analyze reply memorandums regarding various real estate issues for filing December 5, 2008 hearing (1.9)
Douglas M. Foley 4.90 hours at 525.00 per hour. \$2,572.50

12/04/08	Several telephone conferences and e-mails with landlord and subtenant counsel to negotiate resolution of various objections and language adjustments to proposed forms of order Douglas M. Foley .90 hours at 525.00 per hour.	\$472.50
12/04/08	Dallas Service Center: telephone call from D. Miller regarding new lease (.1); review letter of intent (.2) Edmund S. Pittman .30 hours at 400.00 per hour.	\$120.00
12/04/08	Telephone calls and e-mails to and from client and interested parties on lease status and open issues (1.5); work on lease (.9) Scott Lawrence Weber 2.40 hours at 310.00 per hour.	\$744.00
12/04/08	Multiple telephone conferences and e-mails with landlords and counsel regarding December 5, 2008 omnibus hearing and e-mails with Skadden regarding same and analyze strategies regarding same Daniel F. Blanks 1.50 hours at 350.00 per hour.	\$525.00
12/05/08	Telephone call to T. Maroney (.1); review and marked up Lease (2.5) Edmund S. Pittman 2.60 hours at 400.00 per hour.	\$1,040.00
12/05/08	Work on lease and review documents from R. Starr Scott Lawrence Weber .40 hours at 310.00 per hour.	\$124.00
12/08/08	Revise lease (4.5); e-mail to T. Maroney (.2) Edmund S. Pittman 4.70 hours at 400.00 per hour.	\$1,880.00
12/08/08	Telephone calls and e-mails to and from client and working group on lease status and open issues (.4); draft and edit lease (.6) Scott Lawrence Weber 1.00 hours at 310.00 per hour.	\$310.00
12/09/08	Several e-mails with landlord counsel and debtors professionals regarding edits and revisions to rejection order, and extension order Douglas M. Foley .40 hours at 525.00 per hour.	\$210.00
12/09/08	Conference call with client on facility and contract issues (1.2); draft and edit lease (1.3); conference on sublease issues (.3) Scott Lawrence Weber 2.80 hours at 310.00 per hour.	\$868.00

12/09/08	Multiple e-mails and telephone conferences with landlords regarding orders, outstanding rent, and other issues and e-mails with K. Grant regarding same Daniel F. Blanks .60 hours at 350.00 per hour.	\$210.00
12/10/08	E-mails with landlord counsel and debtors professionals regarding resolution of lease and sublease issues relating to rejection order and objections to same Douglas M. Foley .90 hours at 525.00 per hour.	\$472.50
12/10/08	E-mails with landlord counsel and debtors professionals regarding resolution of lease and sublease issues relating to rejection order and objections to same Douglas M. Foley .90 hours at 525.00 per hour.	\$472.50
12/10/08	Review new objections and pleading on lease sale procedures motion and e-mails with debtors professionals regarding same (.6); e-mails with landlords counsel regarding disposition of leases (.3) Douglas M. Foley .90 hours at 525.00 per hour.	\$472.50
12/10/08	Dallas Service Center: review e-mail from T. Maroney with comments on initial lease draft (.1); telephone call to T. Maroney (.1); revise lease (1.6) Edmund S. Pittman 1.80 hours at 400.00 per hour.	\$720.00
12/10/08	Draft and edit sublease Scott Lawrence Weber .70 hours at 310.00 per hour.	\$217.00
12/10/08	Multiple telephone conferences and e-mails with landlords regarding issues and e-mails with K. Grant regarding same Daniel F. Blanks 1.30 hours at 350.00 per hour.	\$455.00
12/11/08	Telephone conference and e-mails with landlord counsel regarding lease issues and lease auction process Douglas M. Foley .40 hours at 525.00 per hour.	\$210.00
12/11/08	Store 3343 Sublease: review e-mail from subtenant's counsel regarding status of deal (.1); e-mails to and from D. Miller regarding same (.1) Edmund S. Pittman .20 hours at 400.00 per hour.	\$80.00

12/11/08	Draft and edit lease and prepare for client's review Scott Lawrence Weber .80 hours at 310.00 per hour.	\$248.00
12/12/08	E-mails regarding Hedgebeth request regarding leases T. Craig Harmon .60 hours at 495.00 per hour.	\$297.00
12/12/08	Several e-mails with landlord counsel regarding status of unresolved issues with subleases and potential assumption and assignment of overleases Douglas M. Foley .30 hours at 525.00 per hour.	\$157.50
12/12/08	Draft, analyze, revise, finalize and file multiple motions to assume and reject and notices thereof (2.9); multiple calls and e-mails regarding same (.6) Sarah B. Boehm 3.50 hours at 400.00 per hour.	\$1,400.00
12/12/08	Draft, review, analyze, revise, and file motion to reject certain unexpired leases of property (.6); draft, analyze, revise, finalize and file multiple motions to assume and reject and notices thereof (2.1); multiple calls and e-mails with professionals and other parties regarding same (.4); e-mails with landlords regarding issues and e-mails with K. Grant regarding same and strategies (.5) Daniel F. Blanks 3.60 hours at 350.00 per hour.	\$1,260.00
12/14/08	Review motions filed and analyze issues with Cardinal and e-mails with D. Foley regarding same Daniel F. Blanks .50 hours at 350.00 per hour.	\$175.00
12/15/08	Discussions with D. Ramsey and D. Foley (.4); review various split-off documents (1.6); e-mails regarding 23 leases (.3) T. Craig Harmon 2.30 hours at 495.00 per hour.	\$1,138.50
12/15/08	Several e-mails with landlord counsel and debtors professionals regarding status of unresolved issues with subleases and potential interest in real estate assets Douglas M. Foley .40 hours at 525.00 per hour.	\$210.00
12/15/08	Multiple calls and e-mails regarding various leases Sarah B. Boehm .40 hours at 400.00 per hour.	\$160.00

12/15/08 E-mails with GE regarding rejection of certain leases and related issues (.5); review correspondence from landlords and e-mails with K. Grant regarding same (.7); e-mails with professionals regarding leases and telephone conferences with administrators at the Debtors regarding certain documents and leases regarding certain lease issues (1.6)
Daniel F. Blanks 2.80 hours at 350.00 per hour. \$980.00

12/16/08 Telephone calls to Circuit City team regarding rejection of leases (.3); review documents, send copies to client and analyse separation agreement provisions (2.6)
T. Craig Harmon 2.90 hours at 495.00 per hour. \$1,435.50

12/16/08 Dallas Service Center: initial review of LL's redraft of lease
Edmund S. Pittman .90 hours at 400.00 per hour. \$360.00

12/16/08 E-mails with professionals regarding certain lease issues and possible rejection issues
Daniel F. Blanks .90 hours at 350.00 per hour. \$315.00

12/17/08 E-mails and telephone calls to D. Foley regarding possible procedure for contingent lease liability
T. Craig Harmon .70 hours at 495.00 per hour. \$346.50

12/17/08 E-mails and telephone conferences with debtors professionals regarding outstanding issue for landlords and sublessees regarding December 22, 2008 docket
Douglas M. Foley 1.20 hours at 525.00 per hour. \$630.00

12/17/08 Dallas Service Center: e-mail comments on revised lease to T. Maroney
Edmund S. Pittman 1.10 hours at 400.00 per hour. \$440.00

12/17/08 Analyze issues regarding lease assumption and e-mails regarding same (.5); handle issues regarding various leases (.4)
Sarah B. Boehm .90 hours at 400.00 per hour. \$360.00

12/17/08	E-mails with counterparty and professionals regarding Cardinal lease rejection and review rejection pleadings regarding same (.8); e-mails with K. Grant regarding landlord issues and calls from parties (.5); revise and file notice of auction cancellation and e-mails with professionals regarding (.7) Daniel F. Blanks 2.00 hours at 350.00 per hour.	\$700.00
12/18/08	Review files regarding Chastian lease and sublease (1.4); review regarding pleadings filed and e-mails to D. Foley regarding rent and pleadings (.7) T. Craig Harmon 2.10 hours at 495.00 per hour.	\$1,039.50
12/18/08	Review and analyze objections by landlords and related lease document in preparation for rejection motions hearings on December 22, 2008 (1.8); review and revise filed supplement reply memorandum to landlord objections (.4) Douglas M. Foley 2.20 hours at 525.00 per hour.	\$1,155.00
12/18/08	Correspondence to and from client on lease status Scott Lawrence Weber .30 hours at 310.00 per hour.	\$93.00
12/18/08	Draft and file notices of rescheduled hearings regarding landlord issues for 1:00 p.m. docket for December 22, 2008 omnibus hearing and review filed pleadings regarding same and e-mails and telephone conference with professionals regarding same Daniel F. Blanks .70 hours at 350.00 per hour.	\$245.00
12/19/08	Review and analyze responses filed by landlords and subtenants relating to carryover issues relating to first omni rejection motion, stub rent claims, and effective date of rejection (.9); telephone conference and e-mails with opposing counsel and debtors professionals regarding same, omnibus reply, and preparation for hearing on real estate matters on 1pm docket for December 22, 2008 (.7) Douglas M. Foley 1.60 hours at 525.00 per hour.	\$840.00
12/19/08	Dallas Service Center: conference call with P. Silver and T. Maroney to review lease comments Edmund S. Pittman .60 hours at 400.00 per hour.	\$240.00

12/19/08	Review and submit order regarding Alhambra lease and multiple e-mails regarding same Sarah B. Boehm .30 hours at 400.00 per hour.	\$120.00
12/20/08	Review landlord claims for hearing on December 22, 2008 Douglas M. Foley .90 hours at 525.00 per hour.	\$472.50
12/22/08	Follow-up e-mails with landlords counsel regarding form of orders and timing of payment and arrearage of leases Douglas M. Foley .60 hours at 525.00 per hour.	\$315.00
12/22/08	Dallas Service Center: prepare issues list for conference call with LL's counsel and LL (1.1); e-mails to and from P. Silver and T. Maroney (1.2) Edmund S. Pittman 1.30 hours at 400.00 per hour.	\$520.00
12/23/08	Dallas Service Center Lease: conference call with LL and LL's counsel and T. Maroney (.7); review open issues list in preparation for conference call (.2); prepare markup of lease with cleanup comments (.9); e-mails to and from LL forwarding lease markup (.1); e-mails from T. Maroney regarding insurance provision and financial reporting requirements (2.); e-mails to D. Hayes regarding review of bankruptcy approval language (.1) Edmund S. Pittman 2.20 hours at 400.00 per hour.	\$880.00
12/23/08	Draft, revise, finalize, file and handle service of motion to assume and notice of hearing Sarah B. Boehm 1.10 hours at 400.00 per hour.	\$440.00
12/24/08	Several e-mails with landlord counsel and debtors professionals regarding status of payment of rent as to various lease locations and review terms of same (.7); e-mails with landlord counsel and debtors professionals regarding assume and assign motions and review same with respect to affected locations (.8) Douglas M. Foley 1.50 hours at 525.00 per hour.	\$787.50
12/29/08	Analyze entered orders and e-mails regarding service Sarah B. Boehm .30 hours at 400.00 per hour.	\$120.00

12/30/08 Analyze issues relating to leases and possible
new lease regarding distribution center in
Dallas and e-mails regarding same (.4); e-mails
with landlords regarding location of assumed
and assigned overleases (.3)
Douglas M. Foley .70 hours at 525.00 per hour. \$367.50

12/30/08 Dallas Service Center; review revised lease
Edmund S. Pittman 1.10 hours at 400.00 per hour. \$440.00

12/30/08 Analyze issues regarding Dallas lease and
multiple calls and e-mails regarding same
Sarah B. Boehm .40 hours at 400.00 per hour. \$160.00

Timekeeper	Rate/HR	Hours	Fees
Dion W. Hayes	\$525.00	0.5	\$262.50
Douglas M. Foley	\$525.00	21.0	\$11,025.00
T. Craig Harmon	\$495.00	8.6	\$4,257.00
Edmund S. Pittman	\$400.00	16.8	\$6,720.00
Sarah B. Boehm	\$400.00	8.6	\$3,440.00
Daniel F. Blanks	\$350.00	15.1	\$5,285.00
Scott Lawrence Weber	\$310.00	8.9	\$2,759.00
TOTAL FEES		79.5	\$33,748.50

Re: Financing
Our File No. 2055557-0190
Circuit City Contact R. Hedgebeth
McGuireWoods Contact D. Hayes

12/01/08 E-mails regarding status of corrected interim
DIP order
Sarah B. Boehm .20 hours at 400.00 per hour. \$80.00

12/02/08 E-mails with debtors professionals regarding
corrections to DIP interim order and status of
objections
Douglas M. Foley .30 hours at 525.00 per hour. \$157.50

12/02/08 E-mails regarding interim DIP Order
Sarah B. Boehm .30 hours at 400.00 per hour. \$120.00

12/08/08 Revise interim DIP order and multiple calls and
e-mails regarding same
Sarah B. Boehm .40 hours at 400.00 per hour. \$160.00

12/18/08 Review supplement to credit agreement and side letter and e-mails with debtors professionals and client regarding same relating to final DIP hearing on December 22, 2008
Douglas M. Foley .90 hours at 525.00 per hour. \$472.50

12/19/08 Review amendment/supplement to DIP credit agreement and side letter agreement and status of filing same for resolution of committee issues for hearing on December 22, 2008 (.8); e-mails with debtors professionals, bank counsel, and client regarding same (.3)
Douglas M. Foley 1.10 hours at 525.00 per hour. \$577.50

12/20/08 Begin drafting pleadings relating to DIP seal motion and related documents and review and revise form of final order
Douglas M. Foley 1.70 hours at 525.00 per hour. \$892.50

12/21/08 Draft and revise motions relating to DIP and documents in support of final hearing approval
Douglas M. Foley 2.60 hours at 525.00 per hour. \$1,365.00

12/21/08 Draft, revise, finalize and file final DIP order and blacklines and multiple e-mails regarding same
Sarah B. Boehm .70 hours at 400.00 per hour. \$280.00

12/21/08 Draft, analyze, revise, and file motion to file under seal documents relating to the DIP financing and e-mails and conferences with D. Foley and I. Fredericks regarding same
Daniel F. Blanks .80 hours at 350.00 per hour. \$280.00

12/22/08 Draft, revise, finalize and file revised DIP order and blackline and multiple e-mails regarding same
Sarah B. Boehm .40 hours at 400.00 per hour. \$160.00

12/23/08 Telephone conference and e-mail with debtors professionals regarding edits to final DIP order and issues relating to Canadian monitor
Douglas M. Foley .90 hours at 525.00 per hour. \$472.50

Timekeeper	Rate/HR	Hours	Fees
Douglas M. Foley	\$525.00	7.5	\$3,937.50
Sarah B. Boehm	\$400.00	2.0	\$800.00
Daniel F. Blanks	\$350.00	0.8	\$280.00
TOTAL FEES		10.3	\$5,017.50

Re: Reclamation Matters

Our File No. 2055557-0200
Circuit City Contact R. Hedgebeth
McGuireWoods Contact D. Hayes

12/01/08 Multiple calls and e-mails regarding
reclamation demands
Sarah B. Boehm .40 hours at 400.00 per hour. \$160.00

12/02/08 Several telephone conferences and e-mails with
vendors regarding reclamation matters and
review objections relating to same
Douglas M. Foley .70 hours at 525.00 per hour. \$367.50

12/03/08 Review, analyze, revise, and file omnibus reply
to objections to reclamation procedures and
multiple telephone conferences and e-mails with
parties regarding same
Daniel F. Blanks 1.20 hours at 350.00 per hour. \$420.00

12/04/08 Telephone conferences and e-mails with
reclamation creditors counsel regarding changes
to proposed form of order to resolve objection
Douglas M. Foley .80 hours at 525.00 per hour. \$420.00

12/30/08 Analyze issues relating to certain reclamation
matters and timing of filing claims
Douglas M. Foley .20 hours at 525.00 per hour. \$105.00

Timekeeper	Rate/HR	Hours	Fees
Douglas M. Foley	\$525.00	1.7	\$892.50
Sarah B. Boehm	\$400.00	0.4	\$160.00
Daniel F. Blanks	\$350.00	1.2	\$420.00
TOTAL FEES		3.3	\$1,472.50

Re: Utilities Matters

Our File No. 2055557-0210
Circuit City Contact R. Hedgebeth
McGuireWoods Contact D. Hayes

12/07/08 E-mails regarding revisions to utility order
Sarah B. Boehm .20 hours at 400.00 per hour. \$80.00

12/09/08 E-mails regarding changes and revisions to
Utility order
Douglas M. Foley .30 hours at 525.00 per hour. \$157.50

12/18/08 Analyze issues regarding utility appeals and designations of record and multiple calls and e-mails regarding same
Sarah B. Boehm .30 hours at 400.00 per hour. \$120.00

12/18/08 Review multiple appeals and designations of record from utilities regarding utility procedures order and analyze issues regarding same
Daniel F. Blanks 1.20 hours at 350.00 per hour. \$420.00

12/19/08 Telephone conference and e-mails with debtors professionals regarding analysis of appeal to utility orders and strategy regarding same
Douglas M. Foley .30 hours at 525.00 per hour. \$157.50

12/23/08 E-mails and telephone conferences with debtors professionals regarding strategy and resolution of utilities appeals and amendments to utilities procedures order
Douglas M. Foley .60 hours at 525.00 per hour. \$315.00

12/23/08 Review appellee designations and draft and revise correspondence to clerk's office regarding same
Sarah B. Boehm .30 hours at 400.00 per hour. \$120.00

12/23/08 E-mails with chambers and counsel for utilities regarding utilities appeals and related issues
Daniel F. Blanks .60 hours at 350.00 per hour. \$210.00

Timekeeper	Rate/HR	Hours	Fees
Douglas M. Foley	\$525.00	1.2	\$630.00
Sarah B. Boehm	\$400.00	0.8	\$320.00
Daniel F. Blanks	\$350.00	1.8	\$630.00
TOTAL FEES		3.8	\$1,580.00

Re: Insurance Matters
Our File No. 2055557-0230
Circuit City Contact R. Hedgebeth
McGuireWoods Contact D. Hayes

12/12/08 E-mails with C. Florence and others regarding insurance strategies and related issues
Daniel F. Blanks .60 hours at 350.00 per hour. \$210.00

Timekeeper	Rate/HR	Hours	Fees
Daniel F. Blanks	\$350.00	0.6	\$210.00

TOTAL FEES 0.6 \$210.00

Re: Tax Matters

Our File No. 2055557-0240
Circuit City Contact R. Hedgebeth
McGuireWoods Contact D. Hayes

12/01/08 Several telephone conferences and e-mails with client regarding status of various tax matters and protocol for responding to tax creditor issues
Douglas M. Foley .60 hours at 525.00 per hour. \$315.00

12/02/08 Continue review of tax claim protocol and e-mails with debtors professionals regarding same (.8); e-mails with client and tax creditors regarding payment authority under first day relief (.4)
Douglas M. Foley 1.20 hours at 525.00 per hour. \$630.00

12/02/08 Multiple e-mails with S. Ash and others regarding tax issues and related issues and review and analyze multiple strategies and issues regarding same
Daniel F. Blanks .80 hours at 350.00 per hour. \$280.00

12/03/08 Multiple telephone conferences and e-mails with S. Ash and others in tax department regarding letters from and to taxing authorities regarding unpaid taxes and related issues and analyze and develop strategies regarding same
Daniel F. Blanks 1.10 hours at 350.00 per hour. \$385.00

12/04/08 Telephone conference with client regarding analysis of tax audit issue and waiver of audit deadlines
Douglas M. Foley .40 hours at 525.00 per hour. \$210.00

12/04/08 Multiple telephone conferences and e-mails with S. Ash and J. Ewell and others regarding tax issues and strategies and review and analyze documents and issues regarding same and research issues regarding waivers
Daniel F. Blanks 2.40 hours at 350.00 per hour. \$840.00

12/06/08 E-mails with D. Foley regarding outstanding tax issues and related issues and analyze same
Daniel F. Blanks .50 hours at 350.00 per hour. \$175.00

12/07/08	Multiple e-mails with tax team regarding tax issues and analyze multiple issues and strategies regarding same Daniel F. Blanks 1.40 hours at 350.00 per hour.	\$490.00
12/08/08	E-mails and telephone conferences with J. McDonald and others regarding tax issues and strategies and research issues regarding same Daniel F. Blanks 1.10 hours at 350.00 per hour.	\$385.00
12/09/08	E-mails with J. Ewell regarding tax waivers and other issues regarding bankruptcy strategies (.6); review correspondence from taxing authorities regarding tax issues (.5); review E&Y tax memorandum and e-mails with E&Y regarding same (1.3) Daniel F. Blanks 2.40 hours at 350.00 per hour.	\$840.00
12/10/08	Analyze issues relating to certain tax claim issues and assessment appeal deadlines and e-mails with client and debtors professionals regarding same Douglas M. Foley .40 hours at 525.00 per hour.	\$210.00
12/11/08	Multiple telephone calls and e-mails with tax department regarding tax issues (.6); prepare for and participate in telephone conference with Ernst & Young and tax department regarding multiple issues (.9) Daniel F. Blanks 1.50 hours at 350.00 per hour.	\$525.00
12/11/08	Preparation for and participate in conference call regarding state tax bankruptcy questions J. Christian Tennant 2.00 hours at 245.00 per hour.	\$490.00
12/12/08	E-mails with client regarding certain tax questions for localities and deadlines relating to assessment appeals and review form of notice to certain tax creditors regarding payments Douglas M. Foley .30 hours at 525.00 per hour.	\$157.50
12/12/08	E-mails with tax department regarding tax determinations and related issues and strategies Daniel F. Blanks .60 hours at 350.00 per hour.	\$210.00
12/14/08	E-mails with S. Ash regarding tax issues Daniel F. Blanks .40 hours at 350.00 per hour.	\$140.00

12/15/08	E-mails with tax department regarding tax issues and e-mails with I. Fredericks regarding same Daniel F. Blanks 1.90 hours at 350.00 per hour.	\$665.00
12/16/08	Multiple telephone calls and e-mails with tax department and professionals regarding tax issues and business licenses Daniel F. Blanks 1.40 hours at 350.00 per hour.	\$490.00
12/17/08	E-mails with client, co-counsel, and committee counsel regarding status of resolving authority relating to tax payments Douglas M. Foley .30 hours at 525.00 per hour.	\$157.50
12/17/08	Prepare for and participate in telephone conference with Committee regarding trust taxes and related issues regarding supplemental tax motion and related issues (.9); revise supplemental tax order e-mails with professionals regarding same (.8) Daniel F. Blanks 1.70 hours at 350.00 per hour.	\$595.00
12/18/08	E-mails and analysis with client and debtors professionals regarding status of UCC objection to payment of certain tax claims Douglas M. Foley .40 hours at 525.00 per hour.	\$210.00
12/18/08	Revise and submit to chambers revised supplemental tax order and telephone conference with chambers regarding same (.8); review Ernst & Young tax questionnaire regarding issues (.5); review entered supplemental order and multiple telephone calls and e-mails with tax team and professionals regarding payment, excepted jurisdictions and multiple other related issues (1.6); draft letter to taxing authorities regarding objections to assessments and related issues and e-mails and conferences with professionals regarding same (1.4) Daniel F. Blanks 4.30 hours at 350.00 per hour.	\$1,505.00
12/19/08	Review and revise form of letter to taxing authorities relating to forced assessments, timing of appeals and application of bankruptcy claim resolution process Douglas M. Foley .60 hours at 525.00 per hour.	\$315.00

12/19/08 Multiple telephone calls and e-mails with tax department regarding tax claims and related issues (.6); telephone conferences with S. Ash and other professionals regarding trust fund tax payments and supplemental order (1.1); draft assessment objection for Texas and circulate drafts to Skadden (.9)
Daniel F. Blanks 2.60 hours at 350.00 per hour. \$910.00

12/22/08 Multiple e-mails with tax department regarding authority to pay certain trust fund taxes and lack of authority for certain specific tax jurisdictions and related issues
Daniel F. Blanks .90 hours at 350.00 per hour. \$315.00

12/23/08 Multiple telephone calls, e-mails and other correspondence with tax professionals regarding tax issues and strategies
Daniel F. Blanks 1.80 hours at 350.00 per hour. \$630.00

12/24/08 E-mails and telephone calls with tax department regarding tax claims and issues
Daniel F. Blanks .40 hours at 350.00 per hour. \$140.00

12/29/08 Telephone call and e-mails with S. Ash and others regarding tax issues and related strategies
Daniel F. Blanks 1.10 hours at 350.00 per hour. \$385.00

<u>Timekeeper</u>	<u>Rate/HR</u>	<u>Hours</u>	<u>Fees</u>
Douglas M. Foley	\$525.00	4.2	\$2,205.00
Daniel F. Blanks	\$350.00	28.3	\$9,905.00
J. Christian Tennant	\$245.00	2.0	\$490.00
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TOTAL FEES		34.5	\$12,600.00

Re: Claims Administration
Our File No. 2055557-0250
Circuit City Contact R. Hedgebeth
McGuireWoods Contact D. Hayes

12/30/08 Analyze correspondence and e-mails regarding 503(b)(9) claims
Sarah B. Boehm .30 hours at 400.00 per hour. \$120.00

<u>Timekeeper</u>	<u>Rate/HR</u>	<u>Hours</u>	<u>Fees</u>
Sarah B. Boehm	\$400.00	0.3	\$120.00
		<hr/>	<hr/>
TOTAL FEES		0.3	\$120.00

Re: Employee Benefits/Pensions
Our File No. 2055557-0280
Circuit City Contact R. Hedgebeth
McGuireWoods Contact D. Hayes

12/02/08	Review plan to do list and update J. McElligott Jr. .40 hours at 590.00 per hour.	\$236.00
12/03/08	Retiree medical issues (.7); telephone conference with J. Oakey (.1) J. McElligott Jr. .80 hours at 590.00 per hour.	\$472.00
12/08/08	Telephone call to J. Oakey regarding employee benefit plans J. McElligott Jr. .20 hours at 590.00 per hour.	\$118.00
12/10/08	Telephone calls and e-mails regarding plan documents J. McElligott Jr. .30 hours at 590.00 per hour.	\$177.00
12/16/08	Telephone call's with D. Foley and J. Oakey regarding employee benefits and executive compensation issues (.2); e-mail follow-up to J. Oakey J. McElligott Jr. .30 hours at 590.00 per hour.	\$177.00
12/16/08	Receive and review divorce decree (.6); review proposed domestic relations order (.2); e-mails with S. Loyd and Y. Harris (.3); review plan provisions (.2); draft letter to parties regarding proposed domestic relations order submitted to the Plan under letter dated December 9, 2008 (1.4); draft transmittal for letter e-mail to S. Loyd (.1) Dorothy J. Hannan 2.80 hours at 215.00 per hour.	\$602.00
12/17/08	E-mails regarding WARN issues Sarah B. Boehm .20 hours at 400.00 per hour.	\$80.00
12/17/08	E-mails with D. Latta and professionals regarding claims for paid time off and other issues and the impact of bankruptcy filing and analyze related issues regarding same Daniel F. Blanks 1.20 hours at 350.00 per hour.	\$420.00
12/17/08	Analyze QDRO sent from S. Loyd, response e-mail to S. Loyd and Y. Harris regarding QDRO errors, advise sending proposed response letter Elizabeth A. Diller .40 hours at 245.00 per hour.	\$98.00

12/17/08 Receive e-mail from Y. Harris regarding
proposed domestic relations order and send
e-mail and discuss issue with E. Diller
Dorothy J. Hannan .20 hours at 215.00 per hour. \$43.00

12/21/08 E-mails from D. Hayes regarding settlement and
closing (.2); review deferred compensation plan
amendments and 401(k) plan amendments emailed
by D. Hayes (.3)
J. McElligott Jr. .50 hours at 590.00 per hour. \$295.00

Timekeeper	Rate/HR	Hours	Fees
James P. McElligott Jr.	\$590.00	2.5	\$1,475.00
Sarah B. Boehm	\$400.00	0.2	\$80.00
Daniel F. Blanks	\$350.00	1.2	\$420.00
Elizabeth A. Diller	\$245.00	0.4	\$98.00
Dorothy J. Hannan	\$215.00	3.0	\$645.00
TOTAL FEES		7.3	\$2,718.00

Re: Intellectual Property Matters
Our File No. 2055557-0310
Circuit City Contact R. Hedgebeth
McGuireWoods Contact D. Hayes

12/01/08 E-mails with D. Ramsey requesting instructions
on how to proceed with respect to Circuit
City's Canadian trademark applications for
LIQUID VIDEO (App. No. 1,220,130), CIRCUIT CITY
and CIRCLE LOGO Design (App. No. 1,222,654) and
CIRCUIT CITY and Design (App. No. 1,222,653)
Douglas B. Smith .10 hours at 250.00 per hour. \$25.00

12/01/08 Receive and review correspondence from Canadian
agent regarding upcoming renewal of the mark
CIRCUIT CITY (.1); maintain record (.1)
Kymberleigh B. Gokey .20 hours at 145.00 per hour. \$29.00

12/02/08 Receive and review correspondence from agent
regarding Canadian applications for CIRCUIT
CITY and CIRCLE Logo Design and CIRCUIT CITY &
Design
Douglas B. Smith .20 hours at 250.00 per hour. \$50.00

12/03/08	Conference call with D. Ramsey to discuss trademark applications in China and status of SENS application in U.S. (.4); review SENS office action and summarize issues for D. Ramsey (.7) Douglas B. Smith 1.10 hours at 250.00 per hour.	\$275.00
12/05/08	Prepare memorandum regarding Circuit City international trademark priorities (.2); send correspondence to agent in China regarding continued work on Circuit City trademark matters in light of bankruptcy filing (.1); receive and review specimens of use for SENS mark and send reply to D. Ramsey explaining why the specimens for SENS are unacceptable (.2) Douglas B. Smith .50 hours at 250.00 per hour.	\$125.00
12/06/08	E-mails with D. Ramsey regarding appropriate response to office action issued against SENS application (.2); view and download owner's manuals for SENS products (.3) Douglas B. Smith .50 hours at 250.00 per hour.	\$125.00
12/08/08	E-mails with D. Ramsey regarding response to office action for SENS Douglas B. Smith .10 hours at 250.00 per hour.	\$25.00
12/09/08	Conference call with A. Crowder to discuss SENS response to office action; complete preparation and filing of response to office action and statement of use for SENS (.6); begin preparation of statement of use (.1); summarize issues related to the filing of a statement of use for D. Ramsey (.4) Douglas B. Smith 1.20 hours at 250.00 per hour.	\$300.00
12/10/08	E-mails with S. Gordon of InterTan regarding how to proceed with respect to the Canadian applications for the marks CIRCUIT CITY & CIRCLE Logo Design, CIRCUIT CITY & Design, and LIQUID VIDEO (.2); prepare correspondence to agent requesting extension of time to file a declaration of use for CIRCUIT CITY & CIRCLE Logo Design and CIRCUIT CITY & Design (.2); prepare correspondence to agent requesting extension of time to file a declaration of use for LIQUID VIDEO (.2) Douglas B. Smith .60 hours at 250.00 per hour.	\$150.00

12/11/08	Receive and review correspondence from Canadian regarding extension of time filed for the application for the mark K. Gokey Douglas B. Smith .10 hours at 250.00 per hour.	\$25.00
12/12/08	Telephone conference with F. Telegadas regarding IP issue Brian C. Riopelle .30 hours at 525.00 per hour.	\$157.50
12/18/08	Review e-mail from F. Telegadas regarding Napster agreement (.2); review Napster agreements and consider strategy regarding eMusic co-branding relationship (.4); telephone conference with F. Telegadas regarding strategy (.2); e-mail to F. Telegadas regarding strategy (.2); e-mails from client regarding status and tasks (.1) Robert M. Tyler 1.10 hours at 435.00 per hour.	\$478.50
12/19/08	E-mails with C. Rogers and F. Telegadas regarding Napster contract and new pages regarding eMusic program (.4); review Circuit City consumer notice site and Napster search results on website (.2); telephone conference with F. Telegadas regarding status and strategy (.1) Robert M. Tyler .70 hours at 435.00 per hour.	\$304.50
12/19/08	Prepare correspondence to D. Ramsey regarding whether to file extension for NEXXTECH & Design (.2); conference with D. Ramsey regarding extension for NEXXTECH & Design (.2) Douglas B. Smith .40 hours at 250.00 per hour.	\$100.00
12/22/08	E-mails with F. Telegadas and C. Rogers regarding issues regarding termination of Napster co-branding agreement (.1); telephone conference with F. Telegadas and C. Rogers regarding consumer notification regarding termination of Napster co-branding agreement (.2); review proposed web notification regarding termination of Napster co-branding agreement (.1); e-mail to C. Rogers regarding approval of web notification (.1) Robert M. Tyler .50 hours at 435.00 per hour.	\$217.50

12/22/08 Complete extension request filing for NEXXTECH & Design (.1); receive and review office action for GO GREEN GG application (.1); receive and review office action for the mark WE'LL HOOK YOU UP (.1); receive and review office action for the mark ONE PRICE PROMISE (.1); receive and review office action for the mark 1 ONE PRICE PROMISE & Design (.1)
Douglas B. Smith .50 hours at 250.00 per hour. \$125.00

12/23/08 Receive and review correspondence from M. Roberts regarding the proposed mark VUE (.2); research previous preclearance search results on the mark VUE (.2); send reply and summary to M. Roberts (.2)
Douglas B. Smith .60 hours at 250.00 per hour. \$150.00

12/24/08 Conference call with M. Wong from InterTan to discuss status of NEXXTECH & Design application (.1); receive and review correspondence from Wilkinson & Grist regarding status of application for CIRCUIT CITY and forward for docketing (.2)
Douglas B. Smith .30 hours at 250.00 per hour. \$75.00

12/29/08 Conference call with M. Roberts of Circuit City regarding the proposed mark VUE (.2); order preclearance search report (.1); receive and review confirmation of extension request filings in connection with Canadian applications for the marks CIRCUIT CITY & CIRCLE LOGO Design and CIRCUIT CITY & Design (.1); send follow-up e-mail to D. Ramsey regarding response to office action for SENS (.1)
Douglas B. Smith .50 hours at 250.00 per hour. \$125.00

12/30/08 Receive and review correspondence from agent regarding
Douglas B. Smith .20 hours at 250.00 per hour. \$50.00

12/31/08 E-mail from F. Telegadas regarding website accessibility project
Robert M. Tyler .10 hours at 435.00 per hour. \$43.50

12/31/08 Review office action for V (Stylized) (.2); conference call with A. Crowder and prepare board book inserts (1.0)
Douglas B. Smith 1.20 hours at 250.00 per hour. \$300.00

<u>Timekeeper</u>	<u>Rate/HR</u>	<u>Hours</u>	<u>Fees</u>
Brian C. Riopelle	\$525.00	0.3	\$157.50

Robert M. Tyler	\$435.00	2.4	\$1,044.00
Douglas B. Smith	\$250.00	8.1	\$2,025.00
Kymberleigh B. Gokey	\$145.00	0.2	\$29.00
TOTAL FEES		11.0	\$3,255.50

Disbursements and Other Expenses:

Copy Charges	\$5,910.40
Color Copy Charges	\$222.00
CourtLink Research	\$156.75
Computer Research - Lexis	\$74.00
Overtime Charges	\$1,014.00
Pacer Research	\$171.20
Long Distance Telephone Charges	\$117.40
Westlaw Research	\$156.00
11/21/08 GENESYS CONFERENCING - Conference call hosted by Douglas M. Foley on 11/21/2008	\$43.35
11/24/08 GENESYS CONFERENCING - Conference call hosted by Douglas M. Foley on 11/24/2008	\$13.88
11/26/08 GENESYS CONFERENCING - Conference call hosted by Douglas M. Foley on 11/26/2008	\$10.28
12/01/08 GENESYS CONFERENCING - Conference call hosted by Douglas M. Foley on 01/12/2008	\$38.22
12/02/08 RALPH A. STOEWE - Travel to return boxes 12/02/08; mileage, tolls	\$14.74
12/03/08 DANIEL F. BLANKS - Working dinner 11/25/08	\$27.70
12/03/08 CRANE-SNEAD & ASSOCIATES, INC. - Professional Services Rendered	\$173.60
12/04/08 SARAH B. BOEHM - Working dinner for multiple professionals 12/03/08	\$35.00
12/05/08 GENESYS CONFERENCING - Conference call hosted by Douglas M. Foley on 05/12/2008	\$412.64
12/05/08 FedEx Priority Overnight/Int'l Priority to Chicago, IL - Tracking #: 981737489993	\$13.08
12/05/08 FedEx Priority Overnight/Int'l Priority to Chicago, IL - Tracking #: 981737489982	\$13.08
12/08/08 GENESYS CONFERENCING - Conference call hosted by Douglas M. Foley on 12/08/2008	\$37.36
12/08/08 GENESYS CONFERENCING - Conference call hosted by Douglas M. Foley on 12/08/2008	\$40.88
12/09/08 FedEx Priority Overnight/Int'l Priority to Los Angeles, CA - Tracking #: 981737491721	\$14.85
12/09/08 FedEx Priority Overnight/Int'l Priority to Wilmington, DE - Tracking #: 981737491695	\$8.12
12/09/08 FedEx Priority Overnight/Int'l Priority to Richmond, VA - Tracking #: 981737491710	\$8.12
12/09/08 FedEx Priority Overnight/Int'l Priority to Atlanta, GA - Tracking #: 981737491537	\$18.87
12/09/08 FedEx Priority Overnight/Int'l Priority to Henrico, VA - Tracking #: 981737491700	\$8.12

12/09/08	FedEx Priority Overnight/Int'l Priority to Henrico, VA - Tracking #: 981737491684	\$8.12
12/10/08	GENESYS CONFERENCING - Conference call hosted by Douglas M. Foley on 12/10/2008	\$3.72
12/10/08	GENESYS CONFERENCING - Conference call hosted by Douglas M. Foley on 12/10/2008	\$1.43
12/10/08	GENESYS CONFERENCING - Conference call hosted by Douglas M. Foley on 12/10/2008	\$14.45
12/10/08	LINDA J. NEILSON - Travel to Richmond for hearing and meetings 12/04-12/05/08; room, mileage, parking	\$299.79
12/10/08	GENESYS CONFERENCING - Conference call hosted by Douglas M. Foley on 12/10/2008	\$12.45
12/10/08	DOUGLAS M. FOLEY - Travel to Richmond for hearing and meetings 12/05/08; room, mileage, parking	\$681.05
12/10/08	DANIEL F. BLANKS - Travel to Richmond for hearings and meetings 12/04-12/05/08; room, meals, mileage	\$302.24
12/11/08	GENESYS CONFERENCING - Conference call hosted by Douglas M. Foley on 12/11/2008	\$33.76
12/11/08	FedEx Priority Overnight/Int'l Priority to North Haven, CT - Tracking #: 986584515698	\$12.41
12/11/08	GENESYS CONFERENCING - Conference call hosted by Douglas M. Foley on 12/11/2008	\$9.89
12/11/08	FedEx Priority Overnight/Int'l Priority to New Haven, CT - Tracking #: 986584515687	\$12.41
12/11/08	GENESYS CONFERENCING - Conference call hosted by Douglas M. Foley on 12/11/2008	\$12.26
12/12/08	GENESYS CONFERENCING - Conference call hosted by Douglas M. Foley on 12/12/2008	\$23.19
12/12/08	BIZPORT DOCUMENT SERVICES - Routine bike from MWRichmond to U.S. Bankruptcy Court - 11/13/08	\$6.00
12/12/08	BIZPORT DOCUMENT SERVICES - Routine bike from MWRichmond to LeClair Ryan - 11/12/08	\$6.00
12/12/08	BIZPORT DOCUMENT SERVICES - Rush car from MWRichmond to Circuit City - 11/13/08	\$30.22
12/13/08	GENESYS CONFERENCING - Conference call hosted by Douglas M. Foley on 12/13/2008	\$9.13
12/15/08	GENESYS CONFERENCING - Conference call hosted by Thomas W. Sakats on 12/15/2008	\$38.00
12/15/08	GENESYS CONFERENCING - Conference call hosted by Douglas M. Foley on 12/15/2008	\$7.23
12/16/08	EMILY S. CONWAY - Travel for document collection 12/05/08; mileage	\$15.21
12/17/08	DOUGLAS M. FOLEY - Travel to Richmond for meetings 12/14-12/16/08; room, meals	\$824.11
12/17/08	KAREN B. CAIN - Working lunch for Circuit City Attorneys 12/15/08	\$51.50
12/18/08	BIZPORT DOCUMENT SERVICES - Rush car from MWRichmond to Circuit City - 12/5/08	\$25.76

12/18/08	FedEx Priority Overnight/Int'l Priority to New Haven, CT - Tracking #: 986584515805	\$12.41
12/18/08	FedEx Priority Overnight/Int'l Priority to Baton Rouge, LA - Tracking #: 986584515780	\$13.08
12/18/08	RESTAURANTEUR, INC. - Lunches for Circuit City Mtg. - 12/17/08	\$263.07
12/18/08	FedEx Priority Overnight/Int'l Priority to Baton Rouge, LA -Tracking #: 986584515816	\$13.08
12/18/08	RESTAURANTEUR, INC. - Lunches for Circuit City Mtg. - 12/16/08	\$139.31
12/18/08	LASERSHIP, INC. - From Circuit City to MWRichmon - 12/11/08	\$17.66
12/22/08	GENESYS CONFERENCING - Conference call hosted by Douglas M. Foley on 12/22/2008	\$314.91
12/22/08	DOUGLAS M. FOLEY - Dinner meeting 12/15/08	\$43.30
12/23/08	CRANE-SNEAD & ASSOCIATES, INC. - Professional Services Rendered	\$290.88
12/23/08	MARGARET E. DYLAKE - Travel to Circuit City for document collection 12/08, 12/15/08; mileage	\$30.88
12/23/08	SARAH B. BOEHM - R/T Bankruptcy Court Shuttle for Circuit City Stores, Inc. Hearing - 12/5/08	\$760.00
12/23/08	SARAH B. BOEHM - Working dinner for Circuit City, McGuireWoods & Skaden 12/21/08	\$170.75
12/24/08	CUSTOM HOUSE GLOBAL FOREIGN EXCHANGE - Foreign Currency of 887.92 CAD made payable to Smart & Biggar for services related to opposition by S3 Graphics Co. (Debit No. S1489287)	\$762.90
12/29/08	DOUGLAS M. FOLEY - Travel to Richmond for omni hearings - 12.22.08; hotel, mileage	\$288.83
12/29/08	DANIEL F. BLANKS - Travel to Richmond to attend Circuit City Stores hearing - 12/22/08; hotel, meals, mileage	\$310.29
12/30/08	LASERSHIP, INC. - From MWRichmond to Office of the US Trustee - 12/23/08	\$7.69
12/30/08	LASERSHIP, INC. - From MWRichmond to U.S. Bankruptcy Court - 12/23/08	\$9.83
12/31/08	BIZPORT DOCUMENT SERVICES - Rush Car from MWRichmond to Circuit City - 12/16/08	\$25.76

TOTAL EXPENSES

\$14,668.60

Summary of Fees and Expenses:

Total Fees for all Matters:	\$415,940.00
Total Expenses for all Matters:	<u>\$14,668.60</u>
Total for this Invoice:	<u><u>\$430,608.60</u></u>